

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY  
Caption in Compliance with D.N.J. LBR 9004-2(c)

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In re:

BED BATH & BEYOND, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-13359 (VFP)

Judge: Vincent F. Papalia

(Jointly Administered)

**STIPULATION AND CONSENT ORDER RESOLVING ADMINISTRATIVE CLAIM**

The relief set forth on the following pages, numbered two (2) through four (4), is hereby  
**ORDERED.**

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<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases (collectively, the "Debtors" and each a "Debtor") and each such Debtor's tax identification number may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Caption of Order: STIPULATION AND CONSENT ORDER RESOLVING  
ADMINISTRATIVE CLAIM

This stipulation and consent order (the “Stipulation”) is made by and between ChannelAdvisor Corp. (the “Claimant”), and Michael Goldberg, as Plan Administrator (the “Plan Administrator”) for the Debtors (together, the “Parties”), including, as applicable, by and through their duly authorized undersigned counsel.

**WHEREAS**, on April 23, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) in the Court;

**WHEREAS**, the Debtors’ chapter 11 cases have been procedurally consolidated;

**WHEREAS**, as of the Petition Date, Claimant and one of the Debtors were parties to an executory contract (the “Contract”) which was subsequently rejected by the Debtors;

**WHEREAS**, Claimants hold the following scheduled or filed claims against the Debtors concerning the Contract, as follows:

Claim No.	Date Filed	Debtor	Amount/Priority
5269225	N/A (scheduled)	Bed Bath & Beyond Inc.	N/A – amended by filed claim
11905	7/7/2023	Bed Bath & Beyond Inc.	N/A – amended by Claim No. 17822
17822	10/13/2023	Bed Bath & Beyond Inc.	\$24,246.58 (GUC) \$125,753.42 (Administrative Priority)

**WHEREAS**, on September 14, 2023, this Court entered the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement on a Final Basis and (II) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and its Debtor Affiliates* [Docket No. 2172], confirming the *Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond Inc. and Its Debtor Affiliates* [Docket No. 2160] (as amended, the “Plan”);

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**WHEREAS**, on September 29, 2023, the effective date of the Plan occurred; as of that date, the Plan Administrator is authorized to implement the Plan and any applicable orders of the Bankruptcy Court;

**WHEREAS**, on October 13, 2023, Claimant filed that certain *Motion to Compel Payment of Administrative Expenses* [Docket No. 2437] (the “Administrative Expense Motion”)

**WHEREAS**, the Parties have agreed upon the terms set forth in this Stipulation, for which the Parties seek approval hereby;

**NOW THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION THE PARTIES HERETO ACKNOWLEDGE RECEIVING, IT IS HEREBY STIPULATED, AGREED AND ORDERED AS FOLLOWS:**

1. The recitals set forth above are hereby made an integral part of the Parties’ Stipulation and are incorporated herein.
2. Claimant shall be entitled to an allowed administrative priority claim in the amount of \$75,000. Payment of the Claimant’s administrative expense claim will be made *pro rata* with all other chapter 11 administrative claims and at the same time that distributions are made on all other chapter 11 administrative claims in these cases.
3. The Administrative Expense Motion is withdrawn.
4. This Stipulation resolves all of the Claimant’s potential administrative claims against the Debtors as it relates to the Contract.
5. For the avoidance of doubt, this Stipulation shall have no effect on Claimant’s general unsecured claim in the amount of \$24,246.58 asserted pursuant to Claim No. 2172, and the Parties reserve all rights with respect thereto.

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6. Notwithstanding Bankruptcy Rules 6004(h) and 6006(d), upon the Court's approval of this Stipulation, the relief set forth herein shall be effective and enforceable immediately upon entry hereof.

7. The Parties acknowledge and agree that the Court shall retain jurisdiction over all disputes concerning or related to the subject matter of this Stipulation.

Dated: January 8, 2024

**PACHULSKI STANG ZIEHL & JONES LLP**

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